

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11
: :
: Case No. 05-44481 (RDD)
: :
: (Jointly Administered)
: :
Debtors :
-----X

**NOTICE OF TRANSFER OF CLAIM
PURSUANT TO FRBP RULE 3001(e)(2)**

**TO: SUMITOMO WIRING SYSTEMS, U.S.A.,
INC.,
("ASSIGNOR")
ADDRESS**

As of November 8, 2006, Assignor's Claim against Debtors in the principal amount of \$74,887.00 has been transferred to the following Assignee:

**JPMorgan Chase Bank, N.A.
270 Park Avenue, 17th Floor
New York, New York 10017
Attention: Stanley Lim
Telephone: (212) 270-4421
Facsimile: (212) 270-2157
E-mail: stanley.lim@jpmorgan.com**

The Evidence of Transfer of Claim is attached as Exhibit A and the Assignee's payment and delivery instructions are attached as Exhibit B. The Proof of Claim is attached hereto as Exhibit C. No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN TWENTY (20) DAYS OF THE DATE OF THIS NOTICE, YOU MUST FILE A WRITTEN**

OBJECTION TO THE TRANSFER:

| Mailing Address: | Physical Address: |
|---|--|
| United States Bankruptcy Court Southern District of New York Delphi Corporation Claim Docketing Center Bowling Green Station, PO Box 5058 New York, NY 10274-5058 | United States Bankruptcy Court Southern District of New York One Bowling Green New York, NY 10004 |

**PLEASE SEND A COPY OF YOUR
OBJECTION TO THE ASSIGNEE AT THE
ABOVE ADDRESS WITH A COPY TO :**

Kirkpatrick & Lockhart Nicholson Graham LLP
599 Lexington Avenue
New York, NY 10022
Attention: Steven H. Epstein
Telephone: (212) 536-4830
Facsimile: (212) 536-4001
E-mail : sepstein@klng.com

If you file an objection, a hearing will be scheduled. **IF YOUR OBJECTION IS NOT TIMELY
FILED, THE ASSIGNEE WILL BE SUBSTITUTED FOR THE ASSIGNOR ON THE
BANKRUPTCY COURT RECORDS AS A CLAIMANT IN THIS PROCEEDING.**

Dated: November 8, 2006

JPMORGAN CHASE BANK, N.A.


By: 
Name: ANDREW OPEL
Title: AUTHORIZED SIGNATORY

EXHIBIT A

Evidence Of Transfer Of Claim

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11
: :
: Case No. 05-44481 (RDD)
: :
: (Jointly Administered)
: :
Debtor
-----X

EVIDENCE OF TRANSFER OF CLAIM

SUMITOMO WIRING SYSTEMS, U.S.A., INC., (the "Assignor"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto **JPMorgan Chase Bank, N.A.**, its respective successors and assigns ("Assignee") all rights, title and interest in and to the general unsecured claims of Assignor in the principal amount of \$74,887.00 plus all interest, fees and other amounts related thereto (the "Claim") against Delphi Corporation et al. (the "Debtors") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court, Southern District of New York, or any other court with jurisdiction over the bankruptcy proceedings ("Bankruptcy Court"), Case No. 05-44481 (RDD) (Jointly Administered).

The claim transferred hereby constitutes the claim described in the true copy of the Proof of Claim, which is attached hereto as Exhibit C. Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and the Assignee herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Assignee.

IN WITNESS WHEREOF, dated the 8th day of November, 2006.

JPMORGAN CHASE BANK, N.A.,
as Assignee

By: 
Name: _____
Title: ANDREW OPEL
AUTHORIZED SIGNATORY

Accepted and agreed to as of this 8th date
of November, 2006

SUMITOMO WIRING SYSTEMS, U.S.A.,
INC., as Assignor


By: 
Name: Masayoshi Mori
Title: President

EXHIBIT B

Assignee's Payment And Delivery Instructions

Notice:

| | |
|------------------------|---|
| Primary Contact: | Neelima Veluvolu |
| Street Address: | 270 Park Avenue, 17th Floor |
| City, State, Zip Code: | New York, NY 10017 |
| Phone Number: | (212) 270-1250 |
| Fax Number: | (646) 792-3855 |

| | |
|-----------------|-----------------------|
| Backup Contact: | Karoline Kane |
| Phone Number: | (212) 270-0033 |
| Fax Number: | (212) 270-5347 |

Wire:

| | |
|-----------------------------|------------------------------------|
| Name of Bank: | JPMorgan Chase Bank, N.A. |
| Routing Transit/ABA number: | 021000021 |
| Name of Account: | SPS High Yield Loan Trading |
| Account Number: | 544-7-94742 |

EXHIBIT C

Proof of Claim

| | | |
|---|---|--|
| UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK | | PROOF OF CLAIM |
| Name of Debtor Delphi Automotive Systems LLC | | Case Number: 05-44640-rdd |
| NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. | | |
| Name of Creditor (The person or other entity to whom the debtor owes money or property): Sumitomo Wiring Systems (U.S.A.), Inc. | | <div><input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</div> <div><input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.</div> <div><input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.</div> <div>THIS SPACE IS FOR COURT USE ONLY</div> |
| Name and address where notices should be sent: c/o Max J. Newman, Esq. Schafer and Weiner, PLLC Attorneys for Sumitomo Wiring Systems (U.S.A.), Inc. 40950 Woodward Ave., Ste. 100 Bloomfield Hills, MI 48304 Telephone number: 248-540-3340 | | |
| Account or other number by which creditor identifies debtor: Delphi Corporation | | |
| 1. Basis for Claim <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____ | | <div><input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)</div> <div><input type="checkbox"/> Wages, salaries, and compensation (fill out below)</div> <div>Your SS #: _____</div> <div>Unpaid compensation for services performed _____</div> <div>from _____ to _____</div> <div>(date) (date)</div> |
| 2. Date debt was incurred: 8/2/05-9/15/05 | | 3. If court judgment, date obtained: _____ |
| 4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time the case filed. See reverse side for important explanations. | | |
| Secured Claim. <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____ Unsecured Nonpriority Claim: \$92,057.65 <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority. | | 6. Unsecured Priority Claim. <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations—11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000), earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,225 of deposits toward purchase, lease, or rental of property of services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(1) – reclamation claim |
| 5. Total Amount of Claim at Time Case Filed: \$ 92,057.65 \$92,057.65 *--see attached summary sheet (Unsecured) (Secured) (Priority) (Total) <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges. | | |
| 6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. | | This space for court use only |
| 7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. | | <div>RECEIVED</div> <div>FEB 24 2006</div> |
| 8. Dated-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim. | | |
| Date Feb 20, 2006 | Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach a copy of power of attorney, if any): MAX J. NEWMAN (MICHIGAN BAR NUMBER P51483) | |

| Invoice Number | Invoice Date | Due Date | Reference Number | Invoice Tot | Paid Total | Unpaid total |
|-------------------|-----------------|-------------|---------------------|-------------|------------|--------------|
| 125919 | 8/2/2005 | 16-Sep-05 | PEDP5840073 | 16234.80 | 0.00 | 16234.80 |
| 137643 | 8/25/2005 | 24-Oct-05 | PEDP4840121 | 201.60 | 0.00 | 201.60 |
| 137704 | 8/26/2005 | 10-Oct-05 | PEDP4840121 | 287.50 | 0.00 | 287.50 |
| 137705 | 8/26/2005 | 10-Oct-05 | PEDP4840121 | 2492.50 | 0.00 | 2492.50 |
| 137706 | 8/26/2005 | 25-Oct-05 | PEDP4840121 | 201.60 | 0.00 | 201.60 |
| 137707 | 8/26/2005 | 10-Oct-05 | PEDP4840121 | 190.00 | 0.00 | 190.00 |
| 137708 | 8/26/2005 | 10-Oct-05 | PEDP4840121 | 308.75 | 0.00 | 308.75 |
| 137709 | 8/26/2005 | 25-Oct-05 | PEDP4840121 | 1625.00 | 0.00 | 1625.00 |
| 137865 | 8/29/2005 | 13-Oct-05 | PEDP4840121 | 138.75 | 0.00 | 138.75 |
| 137866 | 8/29/2005 | 13-Oct-05 | PEDP4840121 | 1729.40 | 0.00 | 1729.40 |
| 137867 | 8/29/2005 | 28-Oct-05 | PEDP4840121 | 1625.00 | 0.00 | 1625.00 |
| 137868 | 8/29/2005 | 28-Oct-05 | PEDP4840121 | 201.60 | 0.00 | 201.60 |
| 137869 | 8/29/2005 | 13-Oct-05 | PEDP4840121 | 137.50 | 0.00 | 137.50 |
| 137870 | 8/29/2005 | 13-Oct-05 | PEDP4840121 | 425.00 | 0.00 | 425.00 |
| 137934 | 8/30/2005 | 14-Oct-05 | PEDP4840121 | 488.75 | 0.00 | 488.75 |
| 137935 | 8/30/2005 | 14-Oct-05 | PEDP4840121 | 380.00 | 0.00 | 380.00 |
| 137948 | 8/31/2005 | 15-Oct-05 | PEDP4840121 | 554.00 | 0.00 | 554.00 |
| 137985 | 8/31/2005 | 30-Oct-05 | PEDP4840121 | 1189.50 | 0.00 | 1189.50 |
| 137986 | 8/31/2005 | 30-Oct-05 | PEDP4840121 | 1625.00 | 0.00 | 1625.00 |
| 137987 | 8/31/2005 | 15-Oct-05 | PEDP4840121 | 6104.80 | 0.00 | 6104.80 |
| 137988 | 8/31/2005 | 15-Oct-05 | PEDP4840121 | 380.00 | 0.00 | 380.00 |
| 137989 | 8/31/2005 | 15-Oct-05 | PEDP4840121 | 636.25 | 0.00 | 636.25 |
| 138082 | 9/1/2005 | 16-Oct-05 | PEDP5840121 | 138.75 | 0.00 | 138.75 |
| 138083 | 9/1/2005 | 16-Oct-05 | PEDP5840121 | 320.00 | 0.00 | 320.00 |
| 138160 | 9/2/2005 | 17-Oct-05 | PEDP5840121 | 190.00 | 0.00 | 190.00 |
| 138161 | 9/2/2005 | 17-Oct-05 | PEDP5840121 | 2289.30 | 0.00 | 2289.30 |
| 138162 | 9/2/2005 | 17-Oct-05 | PEDP5840121 | 174.00 | 0.00 | 174.00 |
| 138163 | 9/2/2005 | 17-Oct-05 | PEDP5840121 | 320.00 | 0.00 | 320.00 |
| 138250 | 9/6/2005 | 21-Oct-05 | PEDP5840121 | 487.50 | 0.00 | 487.50 |
| 138254 | 9/6/2005 | 5-Nov-05 | PEDP5840121 | 1625.00 | 0.00 | 1625.00 |
| 138255 | 9/6/2005 | 21-Oct-05 | PEDP5840121 | 308.75 | 0.00 | 308.75 |
| 138257 | 9/6/2005 | 21-Oct-05 | PEDP5840121 | 137.50 | 0.00 | 137.50 |
| 138258 | 9/6/2005 | 21-Oct-05 | PEDP5840121 | 380.00 | 0.00 | 380.00 |
| 138309 | 9/7/2005 | 22-Oct-05 | PEDP4840121 | 617.50 | 0.00 | 617.50 |
| 138310 | 9/7/2005 | 22-Oct-05 | PEDP4840121 | 138.75 | 0.00 | 138.75 |
| 138311 | 9/7/2005 | 6-Nov-05 | PEDP4840121 | 1625.00 | 0.00 | 1625.00 |
| 138312 | 9/7/2005 | 22-Oct-05 | PEDP4840121 | 1526.20 | 0.00 | 1526.20 |
| 138386 | 9/8/2005 | 23-Oct-05 | PEDP4840121 | 327.50 | 0.00 | 327.50 |
| 138387 | 9/8/2005 | 23-Oct-05 | PEDP4840121 | 137.50 | 0.00 | 137.50 |
| 138388 | 9/8/2005 | 23-Oct-05 | PEDP4840121 | 670.00 | 0.00 | 670.00 |
| 138389 | 9/8/2005 | 23-Oct-05 | PEDP4840121 | 1936.20 | 0.00 | 1936.20 |
| 138390 | 9/8/2005 | 7-Nov-05 | PEDP4840121 | 201.60 | 0.00 | 201.60 |
| 138391 | 9/8/2005 | 23-Oct-05 | PEDP4840121 | 517.50 | 0.00 | 517.50 |
| 138442 | 9/9/2005 | 24-Oct-05 | PEDP4840121 | 138.75 | 0.00 | 138.75 |
| 138443 | 9/9/2005 | 24-Oct-05 | PEDP4840121 | 2289.30 | 0.00 | 2289.30 |
| 138444 | 9/9/2005 | 24-Oct-05 | PEDP4840121 | 190.00 | 0.00 | 190.00 |

| | | | | | | |
|--------|-----------|------------|-------------|----------|------|----------|
| 138527 | 9/12/2005 | 27-Oct-05 | PEDP4840121 | 498.75 | 0.00 | 498.75 |
| 138537 | 9/12/2005 | 27-Oct-05 | PEDP4840121 | 468.75 | 0.00 | 468.75 |
| 138538 | 9/12/2005 | 27-Oct-05 | PEDP4840121 | 1936.20 | 0.00 | 1936.20 |
| 138539 | 9/12/2005 | 11-Nov-05 | PEDP4840121 | 201.60 | 0.00 | 201.60 |
| 138623 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 308.75 | 0.00 | 308.75 |
| 138624 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 328.75 | 0.00 | 328.75 |
| 138625 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 148.75 | 0.00 | 148.75 |
| 138626 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 721.25 | 0.00 | 721.25 |
| 138627 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 2346.20 | 0.00 | 2346.20 |
| 138628 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 190.00 | 0.00 | 190.00 |
| 138629 | 9/13/2005 | 28-Oct-05 | PEDP4840121 | 190.00 | 0.00 | 190.00 |
| 138692 | 9/14/2005 | 29-Oct-05 | PEDP4840121 | 2699.30 | 0.00 | 2699.30 |
| 138693 | 9/14/2005 | 29-Oct-05 | PEDP4840121 | 174.00 | 0.00 | 174.00 |
| 138694 | 9/14/2005 | 29-Oct-05 | PEDP4840121 | 765.80 | 0.00 | 765.80 |
| 138695 | 9/14/2005 | 13-Nov-05 | PEDP4840121 | 1625.00 | 0.00 | 1625.00 |
| 19956 | | 30-Sep-05 | | 491.02 | 0.00 | 491.02 |
| 20086 | 9/2/2005 | 17-Oct-05 | | 16679.63 | | 16679.63 |
| | | | | 83617.65 | 0.00 | 83617.65 |
| 64456 | 9/1/2005 | 10/31/2005 | 550037417 | 2900.00 | 0.00 | 2900.00 |
| 64457 | 9/1/2005 | 10/16/2005 | 550037353 | 225.00 | 0.00 | 225.00 |
| 64458 | 9/1/2005 | 10/16/2005 | 550037374 | 2320.00 | 0.00 | 2320.00 |
| 64696 | 9/9/2005 | 10/24/2005 | 550037353 | 450.00 | 0.00 | 450.00 |
| 64877 | 9/15/2005 | 10/30/2005 | 550037374 | 2320.00 | 0.00 | 2320.00 |
| 64878 | 9/15/2005 | 10/30/2005 | 550037353 | 225.00 | 0.00 | 225.00 |
| | | | | 8440.00 | | 8440.00 |